

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

JOANN INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10068 (CTG)

(Jointly Administered)

Re: Docket Nos. 760 & 930

**CERTIFICATION OF COUNSEL REGARDING AMENDED FIRST
NOTICE OF ASSUMPTION AND ASSIGNMENT OF CERTAIN
EXECUTORY CONTRACTS AND/OR UNEXPIRED LEASES**

The undersigned counsel to JOANN Inc. and certain of its affiliates, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”), hereby certifies as follows:

1. On April 28, 2025, the Debtors filed the *First Notice of Assumption and Assignment of Certain Executory Contract and/or Unexpired Leases* [Docket No. 760] (the “First Assumption Notice”) regarding the assumption and assignment of the unexpired leases set forth on Schedule 2 to the First Assumption Notice (the “Original Assumption List”).

2. On May 16, 2025, the Debtors filed the *Amended First Notice of Assumption and Assignment of Certain Executory Contracts and/or Unexpired Leases* [Docket No. 930] (the “Amended First Assumption Notice”). Attached as Schedule 2 to the Amended First Assumption Notice was a revised schedule of unexpired leases (the “Revised Assumption List”). Attached as Schedule 3 to the Amended First Assumption Notice was a proposed form of order (the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors' mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

“Assumption Order”) authorizing the assumption and assignment of the unexpired leases on the Revised Assumption List.

3. The deadline to object to the form of order attached to the Amended First Assumption Notice was May 30, 2025 (the “Objection Deadline”).

4. Prior to the Objection Deadline, the Debtors received informal comments from the landlords of Store Nos. 2039, 2225 and 2351.

5. On May 16, 2025, the landlord of Store No. 2054 filed *Echo/Continental Lincoln Village LLC’s Objection and Reservation of Rights to Debtors’ First Notice of Assumption and Assignment of Certain Executory Contracts and/or Unexpired Leases* [Docket No. 921]. On June 11, 2025, the landlord of Store No. 2054 filed the *Notice of Withdrawal of Echo/Continental Lincoln Village LLC’s Objection and Reservation of Rights to Debtors’ First Notice of Assumption and Assignment of Certain Executory Contracts and/or Unexpired Leases* [Docket No. 1120].

6. On May 6, 2025, the landlord of Store No. 1866 filed *U-Blaine Properties LLC’s Objection to First Notice of Assumption and Assignment of Certain Executory Contract and/or Unexpired Leases* [Docket No. 816].

7. On May 30, 2025, the landlord of Store No. 2145 filed the *Limited Objection and Reservation of Rights of Shelbyville Road Plaza, LLC to Proposed Cure Amounts* [Docket No. 1047].

8. Attached as **Exhibit A** is a revised Assumption Order (the “Revised Assumption Order”), which resolves the informal comments received from the landlords of Store Nos. 2039, 2225 and 2351, as well as the formal objections filed by the landlords of Store Nos. 1866 and 2145 at Docket Nos. 816 and 1047, respectively.

9. Any unresolved objections and informal comments received regarding the remaining balance of the leases included in the Amended First Assumption Notice (collectively, the “Outstanding Leases”) are not included in the Revised Assumption Order. For the avoidance of doubt, the Amended First Assumption Notice remains pending, and has not been withdrawn, with respect to the Outstanding Leases. To the extent that the Debtors and the objecting landlords reach agreement with respect to any Outstanding Lease, the Debtors will submit a proposed form of order with respect to such lease.

10. Accordingly, the Debtors request entry of the Revised Proposed Order attached hereto as **Exhibit A** at the Court’s earliest convenience.

Dated: June 20, 2025
Wilmington, Delaware

/s/ Jack M. Dougherty

COLE SCHOTZ P.C.

Patrick J. Reilley (No. 4451)
Stacy L. Newman (No. 5044)
Michael E. Fitzpatrick (No. 6797)
Jack M. Dougherty (No. 6784)
500 Delaware Avenue, Suite 600
Wilmington, Delaware 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
Email: preilley@coleschotz.com
snewman@coleschotz.com
mfitzpatrick@coleschotz.com
jdougherty@coleschotz.com

*Co-Counsel to the Debtors
and Debtors in Possession*

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
Aparna Yenamandra, P.C. (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: joshua.sussberg@kirkland.com
aparna.yenamandra@kirkland.com

- and -

Anup Sathy, P.C. (admitted *pro hac vice*)
Jeffrey Michalik (admitted *pro hac vice*)
Lindsey Blumenthal (admitted *pro hac vice*)
333 West Wolf Point Plaza
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: anup.sathy@kirkland.com
jeff.michalik@kirkland.com
lindsey.blumenthal@kirkland.com

*Co-Counsel to the Debtors
and Debtors in Possession*